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STATE OF SOUTH DAKOTA

Statement of Legal Newspaper Ownership and Circulation

Return to: Secretary of State, 500 E. Capitol, Pierre, SD 57501-5077

1. TITLE OF NEWSPAPER: Hot Springs Star		2. DATE: 9-28-14
3. FREQUENCY OF ISSUE: Weekly	3A. NO. OF ISSUES PUBLISHED ANNUALLY: 52	3B. ANNUAL SUBSCRIPTION PRICE $: 39.20
4. COMPLETE MAILING ADDRESS OF KNOWN OFFICE OF PUBLICATION (Street, City, County, State and ZIP+4 Code) (Not printers): 107 N. Chicago St. Hot Springs, Fall River County, SD 57747		
5. COMPLETE MAILING ADDRESS OF THE HEADQUARTERS OR GENERAL BUSINESS OFFICES OF THE PUBLISHER (Not printers): 107 N. Chicago St. Hot Springs, Fall River County, SD 57747		
6. FULL NAME OF PUBLISHER: Ruth Wachtgall / Shanan Brunker		

7. OWNER (If owned by a corporation, its name and address must be stated and list on the back of this form the names and addresses of stockholders owning or holding 1 percent or more of total amount of stock. If not owned by a corporation, the names and addresses of the individual owners must be given. If owned by a partnership or other unincorporated firm, its name and address, as well as that of each individual must be given.

FULL NAME	COMPLETE MAILING ADDRESS
Lee Enterprises	201 N. Harrison St. Suite 600 Davenport, IA 5280

8. KNOWN BONDHOLDERS, MORTGAGES, AND OTHER SECURITY HOLDERS OWNING OR HOLDING 1 PERCENT OR MORE OF TOTAL AMOUNT OF BONDS, MORTGAGES OR OTHER SECURITIES (If there are none, so state. If more space is needed, list on back of this form.

See Attached

9. EXTENT AND NATURE OF CIRCULATION	AVERAGE NO. COPIES EACH ISSUED PRECEDING 12 MONTHS	ACTUAL NO. COPIES ISSUED NEAREST TO FILING DATE
A. TOTAL NO. COPIES (Net Press Run)	1912	1852
B. PAID AND/OR REQUESTED CIRCULATION 1. Sales through dealers and carriers, street vendors, counter sales, and paid electronic copies.	906	908
2. Mail Subscription (Paid and or requested)	563	547
C. TOTAL PAID AND/OR REQUESTED CIRCULATION (Sum of 9B1 and 9B2)	1469	1455
D. FREE DISTRIBUTION 1. BY MAIL, CARRIER OR OTHER MEANS	17	17
2. SAMPLES, COMPLIMENTARY AND OTHER FREE COPIES	8	9
E. TOTAL DISTRIBUTION (Sum of C, D1 and D2)	25	26
F. COPIES NOT DISTRIBUTED 1. Office use, left over, unaccounted, spoiled after printing	303	307
2. Return from News Agents	0	0
G. TOTAL (Sum of E, F1 and F2 – Should equal net press run shown in A)	1797	1788

Statement must be signed by Publisher, Business Manager, or Owner in the presence of a Notary Public

I swear that the statements made by me are true, correct, and complete:

(Signature)

Publisher
(Title)

Sworn to before me this 18th day of December, 2014

Notary Public

State of South Dakota)
§
County of Pennington)

My commission expires: _____

(Seal)

DUSTIN RICE
SEAL NOTARY PUBLIC SOUTH DAKOTA SEAL

My Commission Expires
July 1, 2020

Form: SOS REC 051 8/2014

September 29, 2014

TO: ALL LEE PUBLISHERS AND CIRCULATION MANAGERS

RE: STATEMENT OF OWNERSHIP--SHAREHOLDERS OVER 1% AS OF 8/31/14

Gregory P. Schermer, 2160 St. Andrews Circle, Bettendorf, IA 52722

Grant E. Schermer, 10455 O'Brien Creek, Missoula, MT 59804

Cedar Rock Capital Limited, 110 Wigmore Street, London W1U 3RW, United Kingdom

Dimensional Fund Advisors LP, Palisades West, Building One, 6300 Bee Cave road, Austin, Texas 78746

Lonestar Capital Management LLC, One Maritime Plaza, Suite 1105, San Francisco, CA 94111

BlackRock, Inc., 40 East 52nd Street, New York, NY 10022

New York State Common Retirement Fund, 633 3rd Avenue #31, New York, NY 10017

Silver Point Capital, 2 Greenwich Plaza, Greenwich, CT 06830

Systematic Financial Management LP, 300 Frank W. Burr Blvd., Teaneck, NJ 07666

Bridgeway Capital Management Inc., 20 Greenway Plaza, Suite 450, Houston, TX 77046

First Clearing, LLC, 901 E. Byrd Street, Richmond, VA 23219

Charles Schwab & Co., Inc., 51 Mercedes Way, Edgewood, NY 11717

UBS Financial Services Inc., 1200 Harbor Blvd, Weehawken, NJ 07086

Pershing LLC Securities Corporation, 1 Pershing Plaza, Jersey City, NJ 07399

Bank of New York, One Wall Street, New York, NY 10286

National Financial Services, LLC, 200 Liberty Street, New York, NY 10281

JPMorgan Chase Bank, 14201 Dallas Parkway, Dallas, TX 75254

Ameritrade, Inc., 51 Mercedes Way, Edgewood, NY, 11717

E*Trade Clearing LLC, 10951 White Rock Road, Rancho Cordova, CA 95670

Scottrade Inc., 51 Mercedes Way, Edgewood, NY 11717

Merrill Lynch, Pierce Fenner & Smith, 4 Corporate Place, Piscataway, NJ 08854

J.P. Morgan Chase Bank, One Chase Manhattan Plaza, New York, NY 10081

Goldman Sachs, 180 Maiden Lane, New York, NY 10038

U.S. Bank N.A., Attn: Securities Control, 1555 N. Rivercenter Drive, Suite 0300, Milwaukee, WI 53212

Morgan Stanley DW Inc., c/o ADP Services, 51 Mercedes Way, Edgewood, NY 11717

The Vanguard Group, Inc., 100 Vanguard Blvd., Malvern, PA 19355

State Farm Investment Management Corp., 430 W. 7th Street, Kansas City, MO 64105

State Street Bank & Trust Company, 1776 Heritage Drive, Global Corporate Action Units JAB 5 NW, Quincy, MA 02171

Barclays Global Investors N.A./Investment, 980 9th Street, 6th Floor, Sacramento, CA 95814

Morgan Stanley & Co. Incorporated, One Pierrepont Plaza, 7th Floor, Brooklyn, NY 11201

Raymond, James & Associates, Inc., 880 Carilion Parkway, P.O. Box 12749, St. Petersbury, FL 33716

Spear, Leeds & Kellogg, 120 Broadway, New York, NY 10271

Research Capital Corporation, Ernst & Young Tower, Suite 1500, 222 Bay Street, Toronto ON M5K 1J5 Canada

JPMC Clearing, One Metrotech Center North, 4th Floor, Brooklyn, NY 11201

1 % Debt holders of Lee Enterprises Incorporated

9/29/2014

Lender Group		
Bank of New York	525 William Penn Place Suite 153-0400	Pittsburgh, PA 15259
Goldman Sachs	30 Hudson Street, Proxy Department	Jersey City, NJ 07302
JP Morgan Chase	3 Chase Metrotech Center Proxy Department/NY1-H034	Brooklyn, NY 11245
Northern Trust	801 S. Canal Street	Chicago, IL 60607
HG VORA - GEM 1 LOAN FUNDING	330 Madison Ave	New York, NY 10017
Mudrick Distressed Opportunity Fund Global, LP	477 Madison Ave 12th Floor	New York, NY 10022
Mutual Quest Fund	101 John F. Kennedy Parkway	Short Hills, NJ 07078
BH FINANCE LLC	1440 Kiewit Plaza	Omaha, Nebraska 68131
SSB&T Co	1776 Heritage Drive	North Quincy, MA 02171
Hawkeye Capital Master	800 Third Avenue 9th Floor	New York, NY 10022
FIFTH STREET STATION LLC	1041 Kirkpatrick Road Suite 250	Burlington, NC 27215
Aristeia Master, L.P.	136 Madison Ave 3rd Floor	New York, NY 10016
ACHIEVEMENT LOAN FUNDING	5400 Westheimer Court, Ste 760	Houston, Texas 77056
BNYMEL/TST	525 William Penn Place Suite 153-0400	Pittsburgh, PA 15259
JPMC BNA	14201 Dallas Parkway Floor 12	Dallas, TX 75254
Wingspan Master Fund, LP	650 Madison Ave 23rd Floor	New York, NY 10022
RIVERPARK SHORT TERM HY	PO Box 219008	Kansas City, MO 64121-9008
Barclay/ LE	400 Jefferson Park	Whippany, NJ 07981
Citigroup	388 Greenwich Street, 11th Floor	New York, NY 10013
SPCP GROUP LLC	2 Greenwich Plaza	Greenwich, CT 06830
CVC Global Credit Opportunities Master Fund, L.P.	712 Fifth Ave 12th Floor	New York, NY 10019
MSSB	1300 Thames Street, 6th Floor	Baltimore, MD 21231
CORDATUS EUROPEAN CREDIT OPP A	111 Strand London	United Kingdom WC2R0AG
US Bank NA	1555 N. Rivercenter Drive, Suite 302	Milwaukee, WI 53212